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**\*ORDER E-FILED 8/25/2009\***

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

SECURITIES AND EXCHANGE  
COMMISSION

*Plaintiff,*

v.

KENNETH L. SCHROEDER

*Defendant.*

No. C-07-3798-JW

**STIPULATION AND ~~PROPOSED~~  
PROTECTIVE ORDER REGARDING  
CONFIDENTIALITY OF CERTAIN  
MATERIALS PRODUCED BY NON-PARTY  
WILSON SONSINI GOODRICH & ROSATI**

**STIPULATION**

WHEREAS, on June 17, 2009, defendant Kenneth L. Schroeder ("Schroeder") issued a subpoena to non-party Wilson Sonsini Goodrich & Rosati ("WSGR") (the "Subpoena");

WHEREAS, on July 7, 2009, Magistrate Judge Howard R. Lloyd entered the Protective Order Regarding Confidentiality of Certain Materials as to Which KLA-Tencor Corporation Claims Privilege (the "July 7, 2009 Protective Order"), having heard certain arguments regarding claims of privilege asserted by KLA-Tencor Corporation ("KLA"), among others;

WHEREAS, based on the nature of a significant portion of the documents that WSGR anticipates producing in response to the Subpoena, and the need for expeditious production of documents, the parties and WSGR agree that it is appropriate that WSGR's production of documents be governed by the July 7, 2009 Protective Order;

Accordingly, WSGR, Schroeder, and the SEC hereby petition the Court to enter the following [Proposed] Protective Order Regarding Confidentiality of Certain Materials Produced by Wilson Sonsini Goodrich & Rosati ("Protective Order");

**IT IS THEREFORE STIPULATED AND AGREED**, by and between WSGR, Schroeder, and the SEC, through their respective counsel, as follows:

By this Protective Order, the July 7, 2009 Protective Order shall be read to govern documents produced by WSGR during this litigation. Accordingly, each provision of the July 7, 2009 Protective Order shall apply to WSGR, to its production of documents, and to the parties' use and handling of documents produced by WSGR, including (but not limited to):

1. the definition of "Confidential Material" in paragraph 1.b. shall be read to include information or tangible things produced by WSGR or any of its current or former partners or employees;
2. the definition of "Material" in paragraph 1.d. shall be read to include documents, electronically stored information, testimony and discovery responses, including all copies, excerpts and summaries thereof produced by WSGR or any of its current or former partners or employees;

3. the definition of "Person" in paragraph 1.f. shall refer to and include WSGR or any of its current or former partners or employees; and

4. paragraph 2 shall be read to govern the handling of all Material provided by WSGR or any of its current or former employees during this Action.

**IT IS SO STIPULATED AND AGREED.**

Dated: August 24, 2009

DLA PIPER LLP (US)

By: /s/ Jeffrey B. Coopersmith

Jeffrey B. Coopersmith

Attorneys for Defendant

KENNETH L. SCHROEDER

Dated: August 24, 2009

WILSON SONSINI GOODRICH & ROSATI  
Professional Corporation

By: /s/ Dominique-Chantale Alepin

Dominique-Chantale Alepin

Attorneys for Non-Party

WILSON SONSINI GOODRICH & ROSATI

Dated: August 24, 2009

SECURITIES AND EXCHANGE COMMISSION

By: /s/ Susan F. LaMarca

Susan F. LaMarca

Attorneys for Plaintiff

SECURITIES AND EXCHANGE COMMISSION

~~PROPOSED~~ ORDER

IT IS SO ORDERED.

Dated: August 25, 2009

  
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HOWARD R. LLOYD  
United States Magistrate Judge